

PETITION FOR AUTHORITY TO
CONTRACT FOR UNION THROUGH MERGER

FIRST NH BANK

and

FIRST NH BANK, NATIONAL ASSOCIATION

FILED

JUN 1 1992

NEW HAMPSHIRE
SECRETARY OF STATE

ORDER

Pursuant to New Hampshire RSA 388:9, the above-captioned petition was heard on Wednesday, February 19, 1992 at 2:00 p.m. in the Office of the Bank Commissioner, Concord, New Hampshire. Notice of the petition and hearing had been previously published by and in accordance with the order of the Bank Commissioner in the Union Leader and the Concord Monitor. In the course of the hearing, evidence was received from the Petitioners. A copy of the proposed Contract for Union Through Merger had previously been filed with the Bank Commissioner. The certificates of votes of the stockholders of the two institutions have been filed with the Bank Commissioner.

Based upon the entire record, as outlined above, the Bank Commissioner finds and rules that the public convenience and advantage and the interest of First NH Bank, Concord, New Hampshire and First NH Bank, National Association, Manchester, New Hampshire, and their stockholders and depositors will be promoted, and that the union can be made without reducing the amount standing to the credit of any depositor as of the effective date of the union, and without the necessity of imposing any restriction on the withdrawal of funds by depositors (other than any restriction presently in force) and approves the fairness of the terms and conditions of the proposed issuance and exchange of securities incident to the transactions described herein as to the parties and Bank of Ireland First Holdings, Inc. shareholders.

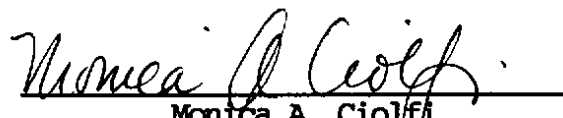
Accordingly, the proposed Contract for Union Through Merger of First NH Bank, National Association, Manchester, New Hampshire with and into First NH Bank, Concord, New Hampshire. Pursuant to RSA 388:16, authorization is also granted to the banks resulting from consolidation to operate as branch offices. Notice to the depositors of First NH Bank, Concord, New Hampshire and First NH Bank, National Association, Manchester, New Hampshire will be given in accordance with New Hampshire RSA 388:11.

Dated

Feb 25, 1992


A. Roland Roberge
Bank Commissioner

Pursuant to New Hampshire RSA 388:14, the adoption of charter is approved by the Attorney General.


Monica A. Ciolfi
Assistant Attorney General

State of New Hampshire
Department of State

The undersigned, as Secretary of State of the State of New Hampshire, certifies that the attached Certificate of Approval of Contract and Agreement of Merger between FIRST NH BANK and FIRST NH BANK, NATIONAL ASSOCIATION, the surviving corporation being FIRST NH BANK was recorded in this office on June 1, 1992.

Witness my official signature
hereunto subscribed, and the seal
of the State of New Hampshire,
hereunto affixed, this first day
of June in the year one thousand
nine hundred and ninety-two.

William M. Gardner

William M. Gardner
Secretary of State

